

RECORDATION NO. 24828-C FILED

DEC 08 '05

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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)  
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20036

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December 8, 2005

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Release of Lien of Security Agreement and Assignment of Lessor's Interest in Lease, dated November 16, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Commercial Security Agreement and Assignment of Lease, which were previously filed with the Board under Recordation Numbers 24828-A and 24828-B.

The name and address of the party to the enclosed document are:

Secured Party: First Mid-Illinois Bank & Trust  
12616 State Route 143  
Highland, IL 62249

[Debtor: Midwest Railcar Corporation  
4949 Autumn Oaks Drive, Suite B  
Maryville, IL 62062]

Mr. Vernon A. Williams  
December 6, 2005  
Page Two

A description of the railroad equipment covered by the enclosed document is:

Twelve (12) railcars: MWCX 100378 - MWCX 100389, inclusive.

A short summary of the document to appear in the index is:

Release of Lien of Security Agreement and Assignment of Lessor's  
Interest in Lease

Also enclosed is a check in the amount of \$33.00 payable to the order of  
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the  
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/anm  
Enclosures

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**RELEASE OF LIEN OF**  
**SECURITY AGREEMENT AND ASSIGNMENT OF LESSOR'S**  
**INTEREST IN LEASE**

SURFACE TRANSPORTATION BOARD

**THIS RELEASE OF SECURITY AGREEMENT AND ASSIGNMENT OF LESSOR'S INTEREST IN LEASE** (this "Release") is given as of this 16<sup>th</sup> day of November, 2005, by **FIRST MID-ILLINOIS BANK & TRUST** (the "Secured Party"), witnesseth:

**WHEREAS**, the Secured Party and Midwest Railcar Corporation, an Illinois corporation, entered into that certain Memorandum of Commercial Security Agreement dated as of December 30, 2003, bearing Surface Transportation Board Recordation No. 24828-A ("Security Agreement"), and that certain Memorandum of Assignment of Lessor's Interest in Lease ("Assignment of Lease"), dated as of December 30, 2003, bearing Surface Transportation Board Recordation No. 24828-B relating to railcars more specifically described on **Schedule A** attached hereto (the "Released Railcars").

**NOW, THEREFORE**, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereto submits the following:

1. The Secured Party releases any lien against the Released Railcars created by or arising out of the Security Agreement and Assignment of Lease.
2. This Release shall be recorded with the Surface Transportation Board so as to record the release of the lien against the Released Railcars constituted by the Security Agreement and Assignment of Lease.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the Secured Party has caused this Release to be duly executed under seal as of the date first above written.

WITNESS:

FIRST MID-ILLINOIS BANK & TRUST

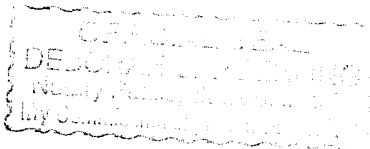
Karyn L. Ward

By: Gordon D. Smith  
Gordon D. Smith, Regional President

STATE OF ILLINOIS       )  
                                      ) ss:  
COUNTY OF MADISON    )

On this 16<sup>th</sup> day of November, 2005 before me personally appeared Gordon D. Smith, to me personally known, who being by me duly sworn, says that he is the Regional President of **FIRST MID-ILLINOS BANK & TRUST**, that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and that he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF I have set my hand and seal.



Deborah L. Kelly  
Notary Public

(SEAL)

My commission expires: 04/07/2008

**SCHEDULE "A"**

**DESCRIPTION OF RAILCARS**

Twelve (12) railcars bearing the reporting marks:

MWCX 100378-MWCX 100389, Inclusive